

GATX

Date

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312-621-6200

9-151A002

CC Washington, D. C.

LAW DEPARTMENT

RECORDATION 773

FILED 1425

MAY 31 1989 -9 50 AM

May 26, 1989

Secretary of the Interstate Commerce Commission
Commerce Commission
Washington, DC 20006

RE: General American Transportation Corporation
Equipment Trust Series 72

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of April 25, 1989, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$13.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on December 2, 1974 under Recordation No. 7731.-L

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Chemical Bank
55 Water Street
New York, NY 10041
Attention: Joseph E. Murray

GATX Corporation
120 South Riverside Plaza
Chicago, IL 60606
Attention: F. B. Ollett, III

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,

Janice M. Alonso

Janice M. Alonso
Assistant Secretary

MAY 31 9 49 AM '89
NOTOR OPERATING UNIT

Mary A. Olson
Janice M. Alonso

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 72

RECORDATION NO. 2231 FILED 1428

MAY 31 1989 -9 50 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF APRIL 25, 1989

EQUIPMENT TRUST AGREEMENT DATED AS OF DECEMBER 1, 1974

BY AND BETWEEN

CHEMICAL BANK, TRUSTEE

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

Supplemental Agreement dated as of April 25, 1989 by and between Chemical Bank, as Trustee, and GATX Corporation, a New York corporation, formerly known as General American Transportation Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of December 1, 1974 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 72, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 (formerly Section 20c) of the Interstate Commerce Act on December 2, 1974, Recordation No. 7731; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment described in Schedule II attached hereto.


IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of April 25, 1989.

CHEMICAL BANK, TRUSTEE

By: 

Senior Trust Officer

ATTEST:



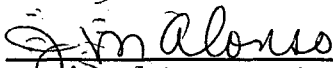
TRUST OFFICER

GATX CORPORATION
(FORMERLY KNOWN AS GENERAL AMERICAN
TRANSPORTATION CORPORATION)

By: 

Frederick B. Ollett, III
Treasurer

ATTEST:



Assistant Secretary

STATE OF NEW YORK)

) ss.:

COUNTY OF New York)

On this 9th day of May, 1989, before me personally appeared J. Murray, to me personally known, who, being by me duly sworn, says that he is Senior Trust Officer of Chemical Bank, that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

Emily Fayant
Notary Public

EMILY FAYANT
Notary Public, State of New York
NO. 24-4737006
Qualified in Kings County
Certificate filed in New York County
Commission Expires December 31, 1989

* * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)

On this April 25, 1989, before me personally appeared Frederick B. Ollett, III, to me personally known, who, being by me duly sworn, said that he is Treasurer of GATX Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Dorothy Jill Faust
Notary Public

" OFFICIAL SEAL "
DOROTHY JILL FAUST
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 4/10/93

SCHEDULE I
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 72
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 105A500-W	17,300	GATX 45159.	\$27,108.00	\$34,307.00	\$ 34,307.00	5-1974	5-1974
1 Tank Car	DOT 105A500-W	17,300	GATX 45174.	27,108.00	34,307.00	34,307.00	7-1974	7-1974
1 Tank Car	DOT 111A100-W-1	12,500	GATX 44654.	23,406.00	29,621.00	29,621.00	6-1974	6-1974
1 Tank Car	DOT 111A100-W-1	12,500	GATX 44677.	23,406.00	29,621.00	29,621.00	7-1974	7-1974
1 Tank Car	DOT 111A100-W-1	12,500	GATX 46740.	22,946.00	29,039.00	29,039.00	8-1974	8-1974
1 Tank Car	DOT 111A100-W-1	15,000	GATX 25727.	22,581.00	27,099.00	27,099.00	1-1974	1-1974
1 Tank Car	DOT 111A100-W-1	15,000	GATX 44193.	22,267.00	28,180.00	28,180.00	10-1974	10-1974
1 Tank Car	DOT 111A100-W-1	16,000	GATX 43705.	21,867.00	26,242.00	26,242.00	1-1974	1-1974
1 Tank Car	DOT 111A100-W-1	16,000	GATX 43780.	21,867.00	27,674.00	27,674.00	4-1974	4-1974
1 Tank Car	DOT 111A100-W-1	16,000	GATX 43967.	21,193.00	26,820.00	26,820.00	4-1974	4-1974
1 Tank Car	DOT 111A100-W-1	16,000	GATX 45020.	23,713.00	30,010.00	30,010.00	10-1974	10-1974
1 Tank Car	DOT 111A100-W-1	16,000	GATX 45028.	24,107.00	30,508.00	30,508.00	9-1974	9-1974
1 Tank Car	DOT 111A100-W-1	16,000	GATX 45050.	24,107.00	30,508.00	30,508.00	10-1974	10-1974
1 Tank Car	DOT 111A100-W-1	20,000	GATX 13834.	19,029.00	22,836.00	22,836.00	1-1974	1-1974
1 Tank Car	DOT 111A100-W-1	20,000	GATX 14004.	26,595.00	33,657.00	33,657.00	4-1974	4-1974
1 Tank Car	DOT 111A100-W-1	20,000	GATX 14766.	19,033.00	24,087.00	24,087.00	3-1974	3-1974

SCHEDULE I
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 72
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 111A100-W-1	20,000	GATX 17021.	\$21,221.00	\$26,856.00	\$ 26,856.00	6-1974	6-1974
1 Tank Car	DOT 111A100-W-1	20,000	GATX 45367.	19,886.00	25,166.00	25,166.00	3-1974	3-1974
1 Tank Car	DOT 111A60-W-1	22,000	GATX 13695.	21,644.00	25,974.00	25,974.00	1-1974	1-1974
1 Dry-Flo Car	LO	5,250 Cu.Ft.	GACX 51415.	21,835.00	29,277.00	29,277.00	2-1974	2-1974
<hr/>						<hr/>		
20						\$571,789.00		
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GENERAL AMERICAN TRANSPORTATION CORPORATION - SCHEDULE II
EQUIPMENT TRUST - SERIES 72

CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	CAR INITIAL	CAR NUMBER	ACTUAL COST	VALUE	MO-YR INTO SERVICE	MO-YR ACQUIRED
1	DOT 111A100-W-1	15,000	GATX	16541	52,862	54,356	11-80	11-80
1	DOT 111A100-W-1	15,000	GATX	16542	52,862	54,356	11-80	11-80
1	DOT 111A100-W-1	15,000	GATX	16544	52,862	54,356	11-80	11-80
1	DOT 111A100-W-1	15,000	GATX	16545	52,862	54,356	11-80	11-80
1	DOT 111A100-W-1	15,000	GATX	16546	52,862	54,356	11-80	11-80
1	DOT 111A100-W-1	15,000	GATX	16547	52,862	54,356	11-80	11-80
1	DOT 111A60-W-1	10,000	GATX	18880	39,395	40,508	11-80	11-80
1	DOT 111A60-W-1	10,000	GATX	18881	39,395	40,508	11-80	11-80
1	DOT 111A60-W-1	10,000	GATX	18884	39,395	40,508	11-80	11-80
1	DOT 111A60-W-1	10,000	GATX	18885	39,395	40,508	11-80	11-80
1	DOT 111A60-W-1	10,000	GATX	18891	39,395	40,508	11-80	11-80
1	DOT 111A100-W-1	16,000	GATX	20006	41,953	43,139	11-80	11-80
12					556,100	571,815		